



RECORDATION NO. 18088-5-1 FILED 1425

DEC 8 1993-3 15 AM

INTERSTATE COMMERCE COMMISSION

TTX COMPANY
101 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606
(312) 853-3223
FAX (312) 984-3855

DIRECT LINE (312) 984-3824

ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING
ASSISTANT TREASURER & ASSISTANT SECRETARY

December 7, 1993

VIA FEDERAL EXPRESS

0100060024

Sidney Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Room 2303
Washington, DC 20423

Dear Mr. Strickland:

Submitted herewith for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are three (3) fully executed counterparts of each of the following six documents:

- D A) Partial Release dated April 6, 1993, supplementing the Manufacturing Agreement dated as of December 9, 1992.
- E B) Partial Release dated September 27, 1993, supplementing the Manufacturing Agreement dated as of December 9, 1992.
- F C) Partial Release dated December 1, 1993, supplementing the Manufacturing Agreement Supplement No. 1 dated as of February 10, 1993.
- G D) Partial Release dated June 23, 1993, supplementing the Manufacturing Agreement Supplement No. 2 dated as of April 28, 1993.
- H E) Partial Release dated July 19, 1993, supplementing the Manufacturing Agreement Supplement No. 2 dated as of April 28, 1993.
- I F) Partial Release dated August 31, 1993, supplementing the Manufacturing Agreement Supplement No. 2 dated as of April 28, 1993.

Parties to this transaction are as follows:

TTX Company (Company)
101 North Wacker Drive
Chicago, Illinois 60606

Trinity Industries, Inc. (Manufacturer)
2525 Stemmons Freeway
Dallas, TX 75207

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The general description of the equipment is as follows:

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>No. Of Units</u>	<u>Marked</u>	<u>Numbered</u>
100-ton center- beam flatcars	FBC	A) 26	TTZX	84375, 84383, 84399, 84400, 84408, 84412, 84415-84434.
		B) 1		84414.
		C) 500		84435-84934.
		D) 55		84935-84936, 84938-84943, 84945-84967, 84971-84983, 84985-84995.
		E) 173		84944, 84970, 84984, 84937, 84968, 84996-85132, 85134-85148, 85150-85159, 85161, 85163-85166, 85171.
		F) 172		84969, 85133, 85149, 85160, 85162, 85167-85170, 85172-85332, 85334-85335.

Enclosed is our check in the amount of \$108.00 to cover filing fees.

Prior recordations pertaining to these Releases being recorded are as follows:

- 1) Manufacturing Agreement dated December 9, 1992, recorded on January 6, 1993, recordation number 18088.
- 2) Manufacturing Agreement Supplement No. 1 dated as of February 10, 1993, recorded on February 12, 1993, recordation number 18088-A.
- 3) Partial Release dated February 19, recorded on March 19, 1993, recordation number 18088-B.
- 4) Manufacturing Agreement Supplement No. 2, dated as of April 28, 1993, recorded on May 11, 1993, recordation number 18088-C.

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Short summaries of these Releases to appear in the Index are as follows:

- D A) Partial Release covering 26 100-ton center-beam flatcars - TTZX, with the following car numbers: 84375, 84383, 84399, 84400, 84408, 84412, 84415-84434.
- E B) Partial Release covering 1 100-ton center-beam flatcars - TTZX, with the following car numbers: 84414.
- F C) Partial Release covering 500 100-ton center-beam flatcars - TTZX, with the following car numbers: 84435-84934.
- G D) Partial Release covering 55 100-ton center-beam flatcars - TTZX, with the following car numbers: 84935-84936, 84938-84943, 84945-84967, 84971-84983, 84985-84995.
- H E) Partial Release covering 173 100-ton center-beam flatcars - TTZX, with the following car numbers: 84944, 84970, 84984, 84937, 84968, 84996-85132, 85134-85148, 85150-85159, 85161, 85163-85166, 85171.
- I F) Partial Release covering 172 100-ton center-beam flatcars - TTZX, with the following car numbers: 84969, 85133, 85149, 85160, 85162, 85167-85170, 85172-85332, 85334-85335.

Once the filing has been made, please retain one copy of each and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,



AJB:mak
Enclosures
18088def.ghi

P.S. Ms. Mildred Lee - As per your previous conversation, please call Jane Wilhelm at 312-984-3841 as soon as this agreement is recorded advising her of the recordation number, date and time. Thank you very much.

12/8/93

Interstate Commerce Commission
Washington, D.C. 20423

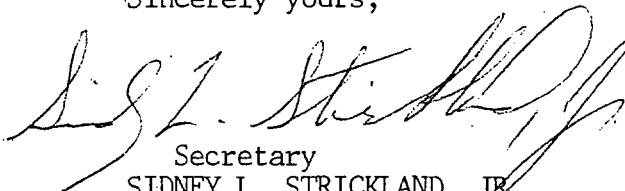
OFFICE OF THE SECRETARY

Anthony J. Burton
OJ & Company
101 N. Wacker Dr
Chicago, Ill 60606

Dear

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on 12/8/93 at 3:15, and assigned
recordation number(s). 18060-A-I, 18061-C-F
18062-C-F, 18088-D-I, 18089-D+E, 18054-D-L

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

286.4

RECORDATION NO. 18088-B FILED 1993

DEC 8 1993-3 15 AM

RELEASE

INTERSTATE COMMERCE COMMISSION

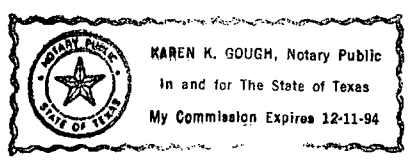
TRINITY INDUSTRIES, INC., the manufacturer named in that certain Manufacturing Agreement Supplement No. 2 dated as of April 28, 1993, with TTX Company, which agreement has been filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the United States Code on May 11, 1993, and assigned recordation number 18088-B, does hereby acknowledge receipt of all amounts due under said agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto.

TRINITY INDUSTRIES, INC.

By: *F. Dean Phelps*
F. Dean Phelps
Vice President

STATE OF TEXAS)
) SS.:
COUNTY OF DALLAS)

On this 31ST day of August, 1993, before me personally appeared F. Dean Phelps, to me personally known, who, by me being duly sworn, says that he is a Vice President of Trinity Industries, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Karen K. Gough
Notary Public

My Commission expires:

SCHEDULE A

Builder: Trinity Industries, Inc.

Description: 73' Hi Beam Flat Cars to be Manufactured in
Accordance with Trinity Specification No.
F-7019

Quantity: One Hundred Seventy-two (172)

Car Nos.: TTZX 84969, 85133, 85149, 85160, 85162, 85167-
85170, 85172-85332, 85334-85335

Delivery Period: July, 1993

Contract No.: T-4092-P